

Form PTO-1594
(rev 3/1)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Dakota Telecommunications Group, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation **Delaware**
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

**McLeodUSA Community Telephone, Inc.
PO Box 66
Irene, SD, 57037**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation **Delaware**
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: **October 3, 2000**

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

B. Trademark Registration No(s).

2295383

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

**Diane Vo-Verde, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036**

6. Total number of applications/registrations involved: **1**

7. Total fee (37 CFR 3.41) \$ **40**

Check enclosed

All fees and any deficiencies are authorized to be charged to Deposit Account (Our Reference **065890/1**)

8. Deposit Account No. **19-2385**

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Diane Vo-Verde
Name

Diane Vo-Verde
Signature

April 26, 2002
Date

Total number of pages including cover sheet, attachments, and document: 3

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:10 AM 10/17/2000
001525742 - 2718208

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
DAKOTA TELECOMMUNICATIONS GROUP, INC.**

Dakota Telecommunications Group, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Dakota Telecommunications Group, Inc. be amended by changing Article One thereof so that, as amended, said Article shall be and read as follows:

ARTICLE ONE

The name of the corporation is McLeodUSA Community Telephone, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by Randall Rings, its Vice President and Secretary, this 3rd day of October, 2000.

DAKOTA TELECOMMUNICATIONS
GROUP, INC.

BY: _____



Randall Rings
Vice President and Secretary